

Attachment B - Articles of Incorporation and Certificate of Authority

See Attached

State of Minnesota

3632

## SECRETARY OF STATE

### CERTIFICATE OF INCORPORATION

I, Joan Anderson Grove, Secretary of State of Minnesota, do certify that: Articles of Incorporation, duly signed and acknowledged under oath, have been filed on this date in the Office of the Secretary of State, for the incorporation of the following corporation, under and in accordance with the provisions of the chapter of Minnesota Statutes listed below.

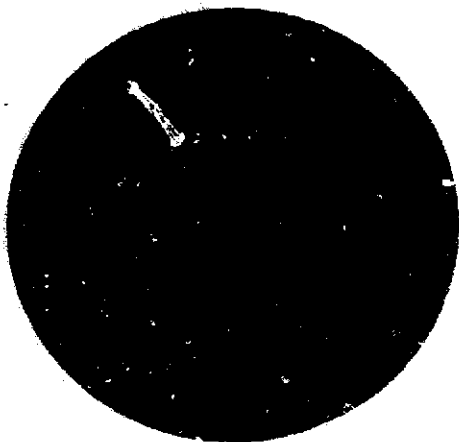
This corporation is now legally organized under the laws of Minnesota.

Corporate Name: Discount Communication Services Inc.

Corporate Charter Number: 7T-21

Chapter Formed Under: 302A

This certificate has been issued on 03/15/1993.



*Joan Anderson Grove*  
Secretary of State.



ARTICLES OF INCORPORATION  
Chapter 302A

#3

3633

The undersigned incorporators, who are natural persons 18 years of age or older, in order to form a corporate entity under Minnesota Statutes, Chapter 302A, adopt the following articles of incorporation:

ARTICLE I

The name of this corporation is:

Corporation Name (must include a corporate designation: For example, Inc., Corp, Ltd.)

Discount Communication Services Inc.

ARTICLE II

The registered office of this corporation is located at:

Street Address (You may not list a P.O. Box)

6440 Flying Cloud Drive

City, State, Zip

Eden Prairie, MN 55344

County

Hennepin

The registered agent at that address is (Note: The appointment of an agent is optional):

Name of Agent

Gregory S. Lohrenz

ARTICLE III

Number of Shares

2,000

The corporation is authorized to issue an aggregate total of:  
(You must list a minimum of one share in this box.)

ARTICLE IV

We, the undersigned incorporators certify that we are authorized to execute these articles and we further certify that we understand that by signing these articles, we are subject to the penalties of perjury as set forth in section 609.48 as if we had signed these articles under oath.

The names and addresses of the incorporators are (Note: Only one incorporator is required under Section 302A.1(1)):

Name	Address (may not be a post office box)	Incorporator's Signature (All incorporators must sign the articles)
Greg Lohrenz	5455 Smetana Dr. #1307 Minnetonka, MN 55343	Greg Lohrenz
Kathy Norlander	5337 Highpointe Terrace Bloomington, MN 55437	Kathy Norlander
		STATE OF MINNESOTA DEPARTMENT OF STATE FILED
		MAR 15 1993 Jesse Anderson, Secretary



## AMENDMENT OF ARTICLES OF INCORPORATION

READ INSTRUCTIONS LISTED BELOW, BEFORE COMPLETING THIS FORM.

1. Type or print in black ink.
2. There is a \$35.00 fee payable to the Secretary of State for filing this "Amendment of Articles of Incorporation".
3. Return Completed Amendment Form and Fee to the address listed on the bottom of the form.

CORPORATE NAME: (List the name of the company prior to any desired name change)

Discount Communication Services Inc.

This amendment is effective on the day it is filed with the Secretary of State, unless you indicate another date, no later than 30 days after filing with the Secretary of State.

11/21/2002

Format(mm/dd/yyyy)

The following amendment(s) to articles regulating the above corporation were adopted: (Insert full text of newly amended article(s) indicating which article(s) is (are) being amended or added.) If the full text of the amendment will not fit in the space provided, attach additional numbered pages. (Total number of pages including this form\_\_\_\_.)

ARTICLE VIII

On November 20, 2002 the Board of Directors for Discount Communication Services Inc. unanimously approved the changing of the legal corporate name from Discount Communication Services Inc. to Advanced Integrated Technologies effective immediately.

Inc. per email G.L.

This amendment has been approved pursuant to Minnesota Statutes chapter 302A or 317A. I certify that I am authorized to execute this amendment and I further certify that I understand that by signing this amendment, I am subject to the penalties of perjury as set forth in section 609.48 as if I had signed this amendment under oath.

  
(Signature of Authorized Person)

Name and telephone number of contact person:

Greg Lorenz

Please print legibly

852-224-0172

All of the information on this form is public and required in order to process this filing. Failure to provide the requested information will prevent the Office from approving or further processing this filing.

If you have any questions please contact the Secretary of State's office at (651) 224-2500.

RETURN TO:

Secretary of State  
180 State Office Bldg., 100 Constitution Ave.  
St. Paul, MN 55155-1299, (651) 296-2803

08921340 Rev 10/96

STATE OF MINNESOTA  
DEPARTMENT OF STATE  
FILED

DEC 02 2002

  
Secretary of State

1 25460

Form **BCA-13.15**  
(Rev. Jan. 1999)

APPLICATION FOR CERTIFICATE  
OF AUTHORITY TO  
TRANSACTION BUSINESS IN ILLINOIS

**SUBMIT IN DUPLICATE!**

Jesse White, Secretary of State  
Department of Business Services  
Springfield, IL 62756  
Telephone (217) 782-1834  
<http://www.sos.state.il.us>

This space for use by Secretary of State

This space for use by  
Secretary of State

Date

License Fee \$

Franchise Tax \$

Filing Fee \$

Penalties \$

Approved:

Payment must be made by  
certified check, cashier's check,  
Illinois attorney's check, Illinois  
C.P.A.'s check or money order,  
payable to "Secretary of State."

1. (a) CORPORATE NAME: ADVANCED INTEGRATED TECHNOLOGIES, INC.

(Complete item 1 (b) only if the corporate name is not available in this state.)

- (b) ASSUMED CORPORATE NAME: \_\_\_\_\_

(By electing this assumed name, the corporation hereby agrees NOT to use its corporate name in the transaction of business in Illinois. Form BCA 4.15 is attached.)

2. (a) State or Country of Incorporation: MINNESOTA

(b) Date of Incorporation: 3-15-1993

(c) Period of Duration: PERPETUAL

3. (a) Address of the principal office, wherever located: (b) Address of principal office in Illinois:  
(If none, so state)

ADVANCED INTEGRATED TECHNOLOGIES, INC.

NONE

9855 W. 78TH STREET, STE. 300

EDEN PRAIRIE, MN 55344

4. Name and address of the registered agent and registered office in Illinois.

Registered Agent

GARY  
First Name

GLENN  
Middle Name

PIEPER  
Last Name

Registered Office

219  
Number

S. MAIN STREET  
Street

Suite #

COLUMBIA  
City

62236  
ZIP Code

MONROE  
County

5. States and countries in which it is admitted or qualified to transact business: (Include state of incorporation)

MINNESOTA

6. Names and residential addresses of officers and directors:

Name	No. & Street	City	State	ZIP
President	<u>GREG LORENZ</u>	<u>2115 LAKE LUCY ROAD</u>	<u>CHANNASSEN</u>	<u>MN 55317</u>
Secretary				
Director				
Director				
Director				

If more than 3, attach list

7. Purpose or purposes proposed to be pursued in transacting business in this state:  
(If not sufficient space to cover this point, add one or more sheets of this size.)

SEE ATTACHED SHEET

8. Authorized and issued shares:

Class	Series	Par Value	Number of Shares Authorized	Number of Shares Issued
<u>A</u>	<u>N/A</u>	<u><del>10.00</del> \$10.00</u>	<u>100</u>	<u>100</u>

9. Paid-in Capital: \$ 1000.00  
("Paid-in Capital" replaces the terms Stated Capital & Paid-in Surplus and is equal to the total of these accounts.)

10. (a) Give an estimate of the total value of all the property\* of the corporation for the following year: \$ 25,000
- (b) Give an estimate of the total value of all the property\* of the corporation for the following year that will be located in Illinois: \$ Ø
- (c) State the estimated total business of the corporation to be transacted by it everywhere for the following year: \$ 3,000,000
- (d) State the estimated annual business of the corporation to be transacted by it at or from places of business in the State of Illinois: \$ 2,000

11. Interrogatories: (Important – this section must be completed.)

- \*\* (a) Office or offices to which all contracts with the corporation are forwarded for final acceptance:
- (b) Number of shares of all classes owned by residents of Illinois: Ø
- (c) Number of shares of all classes owned by non-residents of Illinois: 100%
- (d) Is the corporation transacting business in this state at this time? NO
- (e) If the answer to item 11(d) is yes, state the exact date on which it commenced to transact business in Illinois:

12. This application is accompanied by a certified copy of the articles of incorporation, as amended, duly authenticated, within the last ninety (90) days, by the proper officer of the state or country wherein the corporation is incorporated.

13. The undersigned corporation has caused this statement to be signed by its duly authorized officers, each of whom affirms, under penalties of perjury, that the facts stated herein are true. (All signatures must be in **BLACK INK**.)

Dated JULY 1, 2003 ADVANCED INTEGRATED TECHNOLOGIES, INC  
(Month & Day) (Year) (Exact Name of Corporation)

attested by \_\_\_\_\_  
(Signature of Secretary or Assistant Secretary)

by GREG LORENZ  
(Signature of President or Vice President)  
GREG LORENZ - PRESIDENT  
(Type or Print Name and Title)

- \* PROPERTY as used in this application shall apply to all property of the corporation, real, personal, tangible, intangible, or mixed without qualifications.

- \*\* When the response to #11(a) lists ONLY an Illinois address, then the total business as reflected in #10(c) is also considered to be Illinois business for the purpose of computing the Illinois allocation factor. By signing this application, the corporation affirms that it is aware that the amount of paid-in capital, and consequently the amount of license fees and franchise taxes, may be proportionately higher due to the Illinois address shown under #11(a).

**Advanced Integrated Technologies, Inc.**

9855 West 78<sup>th</sup> Street, Suite 300

Eden Prairie, MN 55344

952-224-0172 FAX: 952-829-5601

**Business Purpose:** Corporate efforts will be consistent with those associated with companies transacting business in the areas of Internet services, broadband services as well as other communication services.